

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

WOLLMUTH MAHER & DEUTSCH LLP

Paul R. DeFilippo, Esq.
500 Fifth Avenue
New York, New York 10110
Telephone: (212) 382-3300
Facsimile: (212) 382-0050
pdefilippo@wmd-law.com

JONES DAY

Gregory M. Gordon, Esq.
Brad B. Erens, Esq.
Dan B. Prieto, Esq.
Amanda Rush, Esq.
2727 N. Harwood Street
Dallas, Texas 75201
Telephone: (214) 220-3939
Facsimile: (214) 969-5100
gmgordon@jonesday.com
bberens@jonesday.com
dbprieto@jonesday.com
asrush@jonesday.com
(Admitted *pro hac vice*)
PROPOSED ATTORNEYS FOR DEBTOR

In re:

LTL MANAGEMENT LLC,¹

Debtor.

Chapter 11

Case No.: 21-30589

Judge: Michael B. Kaplan

**ORDER APPOINTING JOSEPH W. GRIER, III
AS LEGAL REPRESENTATIVE FOR FUTURE TALC CLAIMANTS**

The relief set forth on the following pages, numbered two (2) through six (6), are hereby **ORDERED**.

¹ The last four digits of the Debtor's taxpayer identification number are 6622. The Debtor's address is 501 George Street, New Brunswick, New Jersey 08933.

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Debtor: LTL Management LLC

Case No. 21-30589-MBK

Caption: Order Appointing Joseph W. Grier, III As Legal Representative For Future Talc
Claimants

Upon the motion (the "Motion"),¹ of LTL Management LLC (the "Debtor"), the debtor in the above-captioned case, for entry of an order (this "Order") appointing Joseph W. Grier, III as legal representative for future talc claimants, and this Court having jurisdiction over the matter pursuant to 28 U.S.C. §§ 157(b) and 1334; and venue being proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409; and notice of the Motion being good and sufficient notice thereof; and upon consideration of the Motion and any response filed thereto; and this Court having found and determined that the relief sought in the Motion is in the best interests of the Debtor's estate, its creditors and other parties in interest and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and any objections to the requested relief having been withdrawn or overruled on the merits; and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth in this Order.
2. Pursuant to sections 105(a) and 524(g)(4)(B)(i) of the Bankruptcy Code, Joseph W. Grier, III is hereby appointed as the Future Claimants' Representative to represent and protect the rights of persons who may, subsequent to confirmation of a plan of reorganization for the Debtor, hold claims against the Debtor in any way related to talc or talc-containing materials that are based on, arising out of, or related to injury, disease, or death that has not manifested,

¹ Capitalized terms not otherwise defined herein have the meanings given to them in the Motion.

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become evident, or been diagnosed as of the effective date of a plan (collectively, the "Future Claimants"). The Future Claimants' Representative shall represent the interests of, appear and act on behalf of, and be a fiduciary to Future Claimants to protect the rights and interests of such Future Claimants and shall be entitled to compensation in connection therewith from the date of the filing of this Motion. However, Mr. Grier shall not have been obligated to perform the duties of Future Claimants' Representative until the entry of this Order, nor shall Mr. Grier be liable to any party on account of services performed prior to entry of this Order. Mr. Grier will have no other obligations except those that may be prescribed by orders of the Court and accepted by Mr. Grier.

3. The Future Claimants' Representative shall be a party in interest in this chapter 11 case and shall have standing under section 1109(b) of the Bankruptcy Code to be heard on any issue in this case in the Bankruptcy Court, the District Court, or any other court affecting the rights of Future Claimants. The Future Claimants' Representative shall have the powers and duties of a committee set forth in section 1103 of the Bankruptcy Code as are appropriate for a Future Claimants' Representative.

4. In his role as the Future Claimants' Representative, Mr. Grier may employ attorneys and other professionals consistent with sections 105, 327, and 1103 of the Bankruptcy Code, subject to prior approval of this Court, and such attorneys and other professionals shall be subject to the terms of any Interim Compensation Order. In addition, without prejudice to the right of Mr. Grier separately to seek employment of his firm in this Chapter 11 Case on a more

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broad basis, absent such retention, solely for administrative purposes, Mr. Grier may utilize the services of his firm, Grier Wright Martinez, P.A. ("Grier Wright Martinez"), without further Court approval but subject to the terms of any Interim Compensation Order with respect to the payment of any of Grier Wright Martinez's fees or the reimbursement of any of Grier Wright Martinez's expenses. Mr. Grier shall include the services provided by Grier Wright Martinez in his applications for payment, pursuant and subject to the orders and procedures of this Court.

5. Compensation, including professional fees and reimbursement of actual and necessary expenses, shall be payable to Mr. Grier and his professionals from the Debtor's estate, as appropriate, subject to approval of this Court, and in accordance with the terms, conditions, and procedures set forth in the Interim Compensation Order. In his role as the Future Claimants' Representative, Mr. Grier shall be compensated at the rate of \$600 per hour, subject to periodic adjustment (usually on January 1 of each year) in the ordinary course of his business, plus reimbursement of actual, reasonable, and documented out-of-pocket expenses.

6. The Future Claimants' Representative shall not be liable for any damages, or have any obligation other than as prescribed by order of the Court; provided, however, that the Future Claimants' Representative may be liable for damages caused by willful misconduct or gross negligence. The Future Claimants' Representative shall not be liable to any person as a result of any action or omission taken or made in good faith. The Debtor jointly and severally shall indemnify, defend, and hold harmless Mr. Grier, his partners, associates, principals, employees, and professionals (individually an "Indemnified Party") from all claims against any

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of them, and all losses, claims, damages, or liabilities (or actions in respect thereof) to which any of them may become subject, as a result of or in connection with such party rendering services pursuant to this Order or to the Future Claimants' Representative, unless and until it is finally judicially determined that such losses, claims, damages, or liabilities were caused by willful misconduct or gross negligence on the part of such Indemnified Party. If before the earlier of (i) the entry of an order confirming a plan of reorganization in this case, and such order having become final and no longer subject to appeal, and (ii) the entry of an order closing this Chapter 11 Case, an Indemnified Party believes that he, she, or it is entitled to payment of any amount by the Debtor on account of the Debtor's obligations to indemnify, defend, and hold harmless as set forth herein, including, without limitation, the advancement of defense costs, the Indemnified Party must file an application for such amounts with the Court, and the Debtor may not pay any such amounts to the Indemnified Party before the entry of an order by the Court authorizing such payments. The preceding sentence is intended to specify the period of time during which the Court has jurisdiction over the Debtor's obligations to indemnify, defend, and hold harmless as set forth herein, and is not a limitation on the duration of the Debtor's obligation to indemnify any Indemnified Party. In the event that a cause of action is asserted against any Indemnified Party arising out of or relating to the performance of his, her, or its duties pursuant to this Order or to the Future Claimants' Representative, the Indemnified Party shall have the right to choose his, her, or its own counsel.

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7. Mr. Grier and any Court-approved counsel retained by Mr. Grier in his role as Future Claimants' Representative shall be deemed members of the "Master Service List" (or equivalent thereof) for purposes of any Case Management Order.

8. Unless otherwise ordered by this Court or as provided for in any confirmed plan of reorganization, Mr. Grier's appointment as Future Claimants' Representative shall terminate upon the effective date of a plan of reorganization in this Chapter 11 Case or otherwise by written resignation or incapacity to serve.

9. The Debtor is hereby authorized to take all actions it deems necessary to effectuate the relief granted in this Order.

10. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and/or enforcement of this Order.